

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

BIG LOTS, INC., *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

**Re: D.I. 205**

**CERTIFICATION OF COUNSEL REGARDING ORDER APPROVING APPLICATION  
OF DEBTORS FOR AUTHORITY TO EMPLOY AND RETAIN DAVIS POLK &  
WARDWELL LLP AS ATTORNEYS FOR THE DEBTORS *NUNC PRO TUNC*  
TO THE PETITION DATE**

The undersigned counsel to the above-captioned debtors and debtors in possession (the “**Debtors**”) hereby certifies as follows:

1. On the September 18, 2024, the Debtors filed the *Application of Debtors for Authority To Employ and Retain Davis Polk & Wardwell LLP as Attorneys for the Debtors Nunc Pro Tunc To the Petition Date* (D.I. 205) (the “**Application**”).<sup>2</sup> A proposed form of order granting relief was attached to the Application (the “**Proposed Order**”).

2. The Debtors have revised the Proposed Order to incorporate comments from the Office of the United States Trustee (the “**U.S. Trustee**”). The revised form of order granting the relief requested in the Application (the “**Revised Proposed Order**”) is attached hereto

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<sup>1</sup> The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

<sup>2</sup> Capitalized terms not defined herein have the meaning ascribed to them in the Application.

as **Exhibit A**. The Debtors have also filed the *Supplemental Declaration of Brian M. Resnick in Support of the Application of Debtors for Authority To Employ and Retain Davis Polk & Wardwell LLP as Attorneys for the Debtors Nunc Pro Tunc to the Petition Date* (D.I. 565) to address questions raised by the U.S. Trustee.

3. A redline comparing the Revised Proposed Order against the Proposed Order is attached hereto as **Exhibit B**.

4. The U.S. Trustee has confirmed that it has no objection to entry of the Revised Proposed Order.

WHEREFORE, the Debtors respectfully request entry of the Revised Proposed Order attached hereto as **Exhibit A**.

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Dated: October 21, 2024  
Wilmington, Delaware

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